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REGULATORY AUTH.

Jim Lamoureux
Senior Attorney
Law and Government Affairs
Southern Region
jlamoureux@att.com

'01 MAR 29 PM 3:18

Promenade 1
200 Peachtree Street N.E.
Atlanta, GA 30309
404 810 4196
FAX: 404 810 5901

OFFICE OF THE
EXECUTIVE SECRETARY

March 29, 2001

By Hand

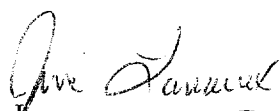

David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243

RE: Docket to Establish Generic Performance Measurements, Benchmarks and Enforcement
Mechanisms for BellSouth Telecommunications, Inc.
Docket No. 01-00193

Dear Mr. Waddell:

Enclosed please find the original and thirteen copies of AT&T's Petition to Intervene in
the above-referenced proceeding. If you have questions, please call me.

Sincerely,


Jim Lamoureux 

Encls.

cc: Parties of service

**BEFORE THE
TENNESSEE REGULATORY AUTHORITY**

IN RE:

**Docket to Establish Generic
Performance Measurements, Benchmarks
and Enforcement Mechanisms for
BellSouth Telecommunications, Inc.**

Docket No. 01-00193

**AT&T COMMUNICATIONS
OF THE SOUTH CENTRAL STATES, INC.'S
PETITION FOR FULL INTERVENTION**

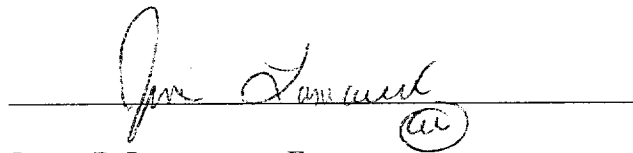
AT&T Communications of the South Central States, Inc., pursuant to T. C. A. §4-5-310, submits this petition for intervention in this matter, to participate as its interest may appear, and in support of this petition states that:

1. AT&T Communications of the South Central States, Inc. ("AT&T") is a Delaware corporation, authorized to do business in Tennessee, holding certificates of public convenience and necessity to operate in Tennessee intrastate commerce as both an interexchange carrier and as a competing telecommunications service provider.
2. AT&T's legal rights, duties and other legal interests will be substantially affected by decisions and orders made by the TRA in this proceeding. The interests of justice and the orderly and prompt conduct of the proceeding will not be impaired by allowing AT&T to intervene. Therefore, pursuant to T.C.A. §4-5-310, AT&T should be given leave to intervene.

WHEREFORE, the premises considered, AT&T prays that:

1. Its petition for intervention be granted, and it be allowed to participate in this proceeding as its interest may appear, and to receive copies of all filings, notices, and orders.
2. It has such other, further and general relief as the justice of its cause may entitle it to receive.

This 29th day of March, 2001.



James P. Lamoureux, Esq.
AT&T
Room 4068
1200 Peachtree Street N.E.
Atlanta, GA 30309
(404) 810-4196

Attorneys for AT&T Communications of the
South Central States, Inc.